

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

SANTANDER HOLDINGS USA, INC. &
SUBSIDIARIES,

Plaintiff,

V.

UNITED STATES OF AMERICA,

Defendant.

Case No. 09-cv-11043

Hon. George A. O'Toole, Jr.

April 27, 2012

**DECLARATION OF JAMES C. McGRATH, ESQ.
IN SUPPORT OF PLAINTIFF’S OPPOSITION TO DEFENDANT’S
FED. R. CIV. P. 30(a)(2)(B) MOTION FOR LEAVE TO DEPOSE AN INMATE**

I, James C. McGrath, Esq., pursuant to 28 U.S.C. § 1746, hereby declare:

1. I am a partner in the law firm of Bingham McCutchen LLP, which is counsel to the Plaintiff Santander Holdings USA, Inc. (formerly Sovereign Bancorp, Inc.) in connection with the above-captioned litigation.

2. I make this declaration in support of the Plaintiff's April 27, 2012 opposition to defendant's FED. R. CIV. P. 30(a)(2)(B) motion for leave to depose an inmate.

3. I make this declaration based on my personal knowledge of the relevant facts and my review of the relevant documents.

4. Annexed hereto as Exhibit A is a true and correct copy of a letter dated November 18, 2003 from Craig E. Chapman and Thomas A. Humphreys of the law firm Sidley Austin Brown & Wood LLP to Plaintiff Santander Holdings USA, Inc. (formerly Sovereign Bancorp, Inc.).

5. Annexed hereto as Exhibit B is a true and correct copy of a letter dated February 1, 2012 from Raymond J. Ruble to Roland Barral, Esq., Area Counsel (Financial Services), United States Internal Revenue Service, indicating Mr. Ruble's intention, in a related case, to exercise his Fifth Amendment right to remain silent with respect to all questions asked of him other than his identity.

6. Annexed hereto as Exhibit C is a true and correct copy of my letter dated April 18, 2012 to Raymond J. Ruble requesting confirmation of Mr. Ruble's intention to exercise his Fifth Amendment rights in this case.

7. Annexed hereto as Exhibit D is a true and correct copy of a letter dated April 22, 2012 from Raymond J. Ruble to me confirming that he will exercise his constitutional right to remain silent if he is deposed in either this case or a related STARS matter.

Signed under the penalties of perjury this 27th day of April, 2012.

/s/ James C. McGrath

James C. McGrath

CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on April 27, 2012.

/s/ Rajiv Madan

Rajiv Madan, D.C. Bar #463317
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